

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY	
Caption in Compliance with D.N.J. LBR 9004-1(b) Jeffrey Taurig TRAURIG LAW LLC One University Plaza, Suite 124 Hackensack, NJ 07601 Tel: (646) 974-8650 E-mail: jtaurig@trauriglawn.com <i>Local Counsel to the Fee Examiner</i>	Robert J. Keach, Esq. (admitted <i>pro hac vice</i>) BERNSTEIN SHUR SAWYER & NELSON, P.A. 100 Middle Street Portland, ME 04104 Tel: (207) 774-1200 Fax: (207) 774-1127 E-Mail: rkeach@bernsteinshur.com <i>Fee Examiner</i> BERNSTEIN SHUR SAWYER & NELSON, P.A. Letson Douglass Boots, Esq. (admitted <i>pro hac vice</i>) 100 Middle Street Portland, ME 04104 Tel: (207) 774-1200 Fax: (207) 774-1127 E-Mail: lboots@bernsteinshur.com <i>Counsel to the Fee Examiner</i>
In Re: LTL MANAGEMENT LLC, Debtor	Case No.: 21-30589 (MBK) Judge: Michael B. Kaplan Chapter 11

**ORDER ALLOWING INTERIM AND FINAL COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES OF THE RETAINED
PROFESSIONALS FOR
THE PERIOD FROM JUNE 1, 2022 THROUGH SEPTEMBER 30, 2022**

The relief set forth on the following pages(s), number two (2) through three (3), is hereby
ORDERED.

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LTL MANAGEMENT LLC

Chapter 11, Case No. : 21-30589 (MBK)

Order Granting Compensation for Retained Professionals

Upon the interim and final fee applications (the “Applications”) of the professionals retained in the above-captioned Debtor’s chapter 11 case and listed on **Exhibit A** hereto (collectively, the “Retained Professionals” and each a “Retained Professional”), and this Court having previously authorized the employment of the Retained Professionals in the Debtor’s case; and it appearing that all of the requirements of sections 327, 328, 330, and 331 of title 11 of the United States Code, as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and the local rules of this Court have been satisfied; and it further appearing that the fees and expenses incurred were reasonable and necessary; and proper and adequate notice of the Applications has been given and that no other or further notice is necessary; and no objections or other responses having been filed with regard to the Applications; and in consideration of the various recommendations of the fee examiner, Robert J. Keach (the “Fee Examiner”) with respect to the Interim Applications as set forth in the *Fee Examiner’s Consolidated Final Report Pertaining to the Fee Applications of Retained Professionals for the Period From June 1, 2022 through September 30, 2022* [Docket No. ____] (the “Consolidated Report”); and the Court having considered the Applications of the Retained Professionals and the Consolidated Report, and good and sufficient cause appearing therefore, accordingly,

IT IS HEREBY ORDERED THAT:

1. The Applications are hereby approved in the amounts set forth on **Exhibits A and B** attached to this Order.

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LTL MANAGEMENT LLC

Chapter 11, Case No. : 21-30589 (MBK)

Order Granting Compensation for Retained Professionals

2. The Retained Professionals are hereby granted allowance of compensation and reimbursement of expenses in the amounts set forth on **Exhibit A** under the columns entitled “Total Amount Allowed per Court Order (Fees)” and “Total Amount Allowed per Court Order (Expenses)” (jointly, the “Allowed Professional Claims”).

3. The Retained Professionals included on **Exhibit B** are hereby granted, on a final basis, allowance of the Allowed Professional Claims set forth on **Exhibit B**.

4. The Debtor is hereby authorized and directed to remit to each Retained Professional the full amount of the Allowed Professional Claims less any and all amounts previously paid on account of such fees and expenses. Without limiting the foregoing, any amounts previously held back with respect to the period covered by the Applications may be released in payment of the Allowed Professional Claims.

5. This Order shall constitute a separate order for each Retained Professional and the appeal of any order with respect to any Retained Professional shall have no effect on the authorized fees and expenses of the other Retained Professionals.

6. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Exhibit A

	Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Total Amount Allowed per Court Order (Fees)	Total Amount Allowed per Court Order (Expenses)
First Interim Fee Application								
1	<i>Economic Advisor to the Future claimants' Representative</i> Berkeley Research Group [Dkt. No. 3409]	7/1/2022 - 9/30/2022	\$ 194,757.00	\$ -	\$ 818.65	\$ -	\$ 194,757.00	\$ 818.65
2	<i>Special Counsel for the Debtor</i> Hogan Lovells US LLP [Dkt. No. 3471]	4/5/2022 - 5/31/2022	\$ 187,608.50	\$ 7,454.00	\$ -	\$ -	\$ 180,154.50	\$ -
3	<i>Special Counsel to Official Committee of Talc Claimants</i> Monzak Mersky & Browder PA [Dkt. No. 3398]	12/19/2021 - 9/30/2022	\$ 12,609.50	\$ 608.85	\$ -	\$ -	\$ 12,000.65	\$ -
4	<i>Special Counsel to the Debtor</i> Shook, Hardy & Bacon, L.L.P. [Dkt. No. 2822]	10/14/2021 - 1/31/2022	\$ 515,791.71	\$ 16,098.18	\$ 866.60	\$ -	\$ 499,693.53	\$ 866.60
Second Interim Fee Application								
5	<i>Special Counsel for the Debtor</i> Hogan Lovells US LLP [Dkt. No. 3472]	6/1/2022 - 9/30/2022	\$ 1,749,315.19	\$ 102,825.90	\$ 1,021.16	\$ 424.66	\$ 1,646,489.29	\$ 596.50
6	<i>Special Appellate Litigation Counsel to Official Committee of Talc Claimants I</i> MoloLamken LLP [Dkt. No. 3402]	6/1/2022 - 9/30/2022	\$ 997,473.50	\$ 52,020.00	\$ 2,224.07	\$ -	\$ 945,453.50	\$ 2,224.07
7	<i>Legal Representative for Future Talc Claimants</i> Randi S. Ellis [Dkt. No. 3275]	6/1/2022 - 9/30/2022	\$ 335,730.00	\$ -	\$ 3,446.63	\$ -	\$ 335,730.00	\$ 3,446.63
8	<i>Special Counsel for the Debtor</i> Shook, Hardy & Bacon, L.L.P. [Dkt. No. 2891]	2/1/2022 - 5/31/2022	\$ 123,693.93	\$ 14,437.99	\$ -	\$ -	\$ 109,255.94	\$ -
9	<i>Talc Consultants</i> The Brattle Group, Inc. [Dkt. No. 3387]	6/1/2022 - 9/30/2022	\$ 428,799.00	\$ 7,109.25	\$ 384.90	\$ -	\$ 421,689.75	\$ 384.90
10	<i>Counsel to Randi S. Ellis</i> Walsh Pizzi O'Reilly Falanga LLP [Dkt. No. 3277]	6/1/2022 - 9/30/2022	\$ 976,769.50	\$ 23,775.00	\$ 5,096.99	\$ -	\$ 952,994.50	\$ 5,096.99
Third Interim Fee Application								
11	<i>Financial Advisor to the Chapter 11 Debtor</i> AlixPartners, LLP [Dkt. No. 3300]	6/1/2022 - 9/30/2022	\$ 184,654.00	\$ 4,458.20	\$ -	\$ -	\$ 180,195.80	\$ -
12	<i>Special Insurance Counsel for the Debtor</i> Anderson Kill P.C. [Dkt. No. 3384]	6/1/2022 - 9/30/2022	\$ 797,487.50	\$ 8,338.05	\$ 210.09	\$ -	\$ 789,149.45	\$ 210.09
13	<i>Counsel to the Official Committee of Talc Claimants II</i> Bailey Glasser LLP [Dkt. No. 3385]	6/1/2022 - 9/30/2022	\$ 497,480.00	\$ 23,642.50	\$ 14,851.47	\$ 335.75	\$ 473,837.50	\$ 14,515.72
14	<i>Talc Consultants for Debtor</i> Bates White, LLC [Dkt. No. 3377]	6/1/2022 - 9/30/2022	\$ 1,787,848.50	\$ 13,379.80	\$ -	\$ -	\$ 1,774,468.70	\$ -
15	<i>Co-Counsel to the Official Committee of Talc Claimants I</i> Brown Rudnick LLP [Dkt. No. 3388]	6/1/2022 - 9/30/2022	\$ 3,633,624.00	\$ 235,019.00	\$ 131,466.58	\$ 2,873.43	\$ 3,398,605.00	\$ 128,593.15
16	<i>Financial Advisor to the Official Committee of Talc Claimants</i> FTI Consulting, Inc. [Dkt. No. 3390]	6/1/2022 - 9/30/2022	\$ 4,116,620.50	\$ 54,467.94	\$ 55,493.31	\$ -	\$ 4,062,152.56	\$ 55,493.31
17	<i>Local Counsel to the Official Committee of Talc Claimants I</i> Genova Burns LLC [Dkt. No. 3383]	6/1/2022 - 9/30/2022	\$ 525,237.50	\$ 19,727.00	\$ 56,611.26	\$ -	\$ 505,510.50	\$ 56,611.26
18	<i>Investment Banker to the Official Committee of Talc Claimants I</i> Houlihan Lokey Capital, Inc. [Dkt. No. 3391]	6/1/2022 - 9/30/2022	\$ 700,000.00	\$ -	\$ 548.51	\$ 306.07	\$ 700,000.00	\$ 242.44
19	<i>Counsel to the Debtor</i> Jones Day [Dkt. No. 3406]	6/1/2022 - 9/30/2022	\$ 6,839,486.25	\$ 267,885.00	\$ 37,174.65	\$ 309.10	\$ 6,571,601.25	\$ 36,865.55
20	<i>Special Counsel to the Debtor</i> King & Spalding LLP [Dkt. No. 3413]	6/1/2022 - 9/30/2022	\$ 229,387.00	\$ 3,880.32	\$ 283.25	\$ -	\$ 225,506.68	\$ 283.25
21	<i>Co-Counsel to the Official Committee of Talc Claimants II</i> Massey & Gail [Dkt. No. 3392]	6/1/2022 - 9/30/2022	\$ 477,129.00	\$ 7,856.25	\$ 1,071.93	\$ -	\$ 469,272.75	\$ 1,071.93
22	<i>Special Insurance Counsel for the Debtor</i> McCarter & English, LLP [Dkt. No. 3404]	6/1/2022 - 9/30/2022	\$ 256,329.55	\$ 3,781.30	\$ 187.39	\$ -	\$ 252,548.25	\$ 187.39

	Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Total Amount Allowed per Court Order (Fees)	Total Amount Allowed per Court Order (Expenses)
23	<i>Debtor's Special Talc Litigation Appellate Counsel</i> Orrick, Herrington & Sutcliffe LLP [Dkt. No. 3418]	6/1/2022 - 9/30/2022	\$ 322,204.25	\$ 16,899.50	\$ 306.47	\$ -	\$ 305,304.75	\$ 306.47
24	<i>Co-Counsel for the Official Committee of Talc Claimants I</i> Otterbourg P.C. [Dkt. No. 3401]	6/1/2022 - 9/30/2022	\$ 1,150,692.00	\$ 20,020.70	\$ 4,639.39	\$ 24.00	\$ 1,130,671.30	\$ 4,615.39
25	<i>Special Bankruptcy Counsel for the Official Committee of Talc Claimants</i> Parkins & Rubio LLP [Dkt. No. 3399]	6/1/2022 - 9/30/2022	\$ 313,982.25	\$ 3,665.50	\$ 7,684.01	\$ 673.98	\$ 310,316.75	\$ 7,010.03
26	<i>Special Counsel to the Debtor</i> Shook, Hardy & Bacon, L.L.P. [Dkt. No. 3298]	6/1/2022 - 9/30/2022	\$ 263,400.84	\$ 24,507.99	\$ 22,417.74	\$ -	\$ 238,892.85	\$ 22,417.74
27	<i>Special Counsel for the Debtor</i> Skadden, Arps, Meagher & Flom LLP [Dkt No. 3374]	6/1/2022 - 9/30/2022	\$ 826,695.76	\$ 26,685.01	\$ 7,618.58	\$ 292.20	\$ 800,010.75	\$ 7,326.38
28	<i>Talc Consultants to the Official Committee of Talc Claimants</i> Weil, Gotshal & Manges LLP [Dkt. No. 3417]	6/1/2022 - 9/30/2022	\$ 183,333.94	\$ 15,000.00	\$ 758.63	\$ -	\$ 168,333.94	\$ 758.63
29	<i>Counsel for the Debtor</i> Wollmuth Maher & Deutsch LLP [Dkt. No. 3358]	6/1/2022 - 9/30/2022	\$ 669,601.50	\$ 32,548.40	\$ 10,673.00	\$ -	\$ 637,053.10	\$ 10,673.00
TOTALS			\$ 29,297,742.17	\$ 1,006,091.63	\$ 365,855.26	\$ 5,239.19	\$ 28,291,650.54	\$ 360,616.07

	Applicant	Compensation Period	Interim Fees Requested (CAD)	Fee Examiner's Recommended Fee Adjustments (CAD)	Interim Expenses Requested (CAD)	Fee Examiner's Recommended Expense Adjustments (CAD)	Total Amount Allowed per Court Order (Fees) (CAD)	Total Amount Allowed per Court Order (Expenses) (CAD)
30	<i>Counsel for the Debtor</i> Blake, Cassels & Graydon LLP¹ [Dkt. No. 3414] Third Interim Fee Application	6/1/2022 - 9/30/2022	\$ 49,348.20	\$ 985.16	\$ -	\$ -	\$ 48,363.04	\$ -
31	<i>Canadian Counsel to the Official Committee of Talc Claimants</i> Miller Thompson LLP [Dkt. No. 3395] Third Interim Fee Application	6/1/2022 - 9/30/2022	\$ 283,755.00	\$ 1,097.50	\$ 36,888.16	\$ -	\$ 282,657.50	\$ 36,888.16
TOTALS (CAD)			\$ 333,103.20	\$ 2,082.66	\$ 36,888.16	\$ -	\$ 331,020.54	\$ 36,888.16

¹ Interim Expenses Requested and Interim Expenses Recommended for Approval include the Canadian harmonized sales tax.

	Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Total Amount Allowed per Court Order (Fees)	Total Amount Allowed per Court Order (Expenses)
Supplemental Fee Applications								
32	<i>Special Insurance Counsel for the Debtor</i> McCarter & English, LLP [Dkt. No. 3329; 3359] - First and Second Supplemental Fee Applications	10/14/2021 - 1/31/2022; 2/1/2022 - 5/31/2022	\$ 83,427.20	\$ 3,405.10	\$ 3,691.55	\$ -	\$ 80,022.10	\$ 3,691.55
TOTALS			\$ 83,427.20	\$ 3,405.10	\$ 3,691.55	\$ -	\$ 80,022.10	\$ 3,691.55

	Applicant	Compensation Period	Interim Fees Requested	Fee Examiner's Recommended Fee Adjustments	Interim Expenses Requested	Fee Examiner's Recommended Expense Adjustments	Total Amount Allowed per Court Order (Fees)	Total Amount Allowed per Court Order (Expenses)
Final Fee Applications								
33	<i>Special Insurance Counsel for the Official Committee of Talc Claimants I</i> Gilbert LLP [Dkt. No. 3400]	2/23/2022 - 3/31/2022	\$ 124,830.00	\$ 5,482.80	\$ 1,104.80	\$ 127.63	\$ 119,347.20	\$ 977.17
34	<i>Counsel to the Official Committee of Talc Claimants II</i> Sherman, Silverstein, Kohl, Rose & Podolsky, P.A. [Dkt. No. 3389]	6/1/2022 - 9/30/2022	\$ 2,805.00	\$ -	\$ 340.00	\$ -	\$ 2,805.00	\$ 340.00
TOTALS			\$ 127,635.00	\$ 5,482.80	\$ 1,444.80	\$ 127.63	\$ 122,152.20	\$ 1,317.17

EXHIBIT B

CASE NO. 21-30589-MBK

FINAL FEE APPLICATIONS

	Applicant	Total Amount Allowed per Court Order (Final Fees)	Total Amount Allowed per Court Order (Final Expenses)
<i>Final Fee Applications</i>			
1	Gilbert LLP [Dkt. No. 3400]	\$ 119,347.20	\$ 977.17
2	Sherman, Silverstein, Kohl, Rose & Podolsky, P.A. [Dkt. No. 3389]	\$ 520,153.50	\$ 13,948.19
TOTALS		\$ 639,500.70	\$ 14,925.36